Edgar Filing: MAGELLAN MIDSTREAM PARTNERS LP - Form 4

MAGELLA Form 4 February 16	N MIDSTREAM , 2017	PARTNI	ERS LP							
FORM Check th if no lon subject t Section Form 4 c	iis box ger o 16. or	1ENT OI	Wa F CHAN	shington NGES IN SECUI	, D.C. 20 BENEF RITIES	549 ICIAL O'	COMMISSION	N OMB Number: Expires: Estimated a burden hou response	urs per	
Form 5 obligatic may con <i>See</i> Instr 1(b). (Print or Type	tinue. Section 17(a) of the l	Public U	tility Hol	ding Con		nge Act of 1934, of 1935 or Sectio 940			
1. Name and A CROYLE F	Address of Reporting ROBERT G	Person <u>*</u>	Symbol MAGE	er Name an ULLAN M NERS LP	IDSTRE		5. Relationship o Issuer (Che	of Reporting Per eck all applicable		
(Last)	(First) (I	Middle)		of Earliest T Day/Year) 2017	ransaction		X Director Officer (giv below)		6 Owner er (specify	
TULSA, O	(Street) K 74172			endment, D onth/Day/Yea	-	1			erson	
(City)	(State)	(Zip)	Tak	la I. Nam I	Dani	G	Person	of on Donofisio	ller Oerre d	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who res nation cont ed to resp lys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Secur Acqui (A) or Dispo of (D) (Instr. and 5)	ired r osed) . 3, 4,					(Instr. 5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Units	<u>(1)</u>	02/14/2017		А		302		(2)	(2)	Common Units	302	\$ 80.3

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CROYLE ROBERT G ONE WILLIAMS CENTER TULSA, OK 74172	Х						
Signatures							
/s/ Robert G. Croyle	2/16/2017						
<u>**</u> Signature of	Date						

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each phantom unit is the economic equivalent of one common unit.
- (2) The phantom units become payable in cash or common units upon the reporting person's termination of service as a director in accordance with the terms of the Director Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Person